

**ARTICLES OF INCORPORATION**  
**OF**  
**AMISTAR AUTOMATION, INC.**

**FILED** *MB*  
In the office of the Secretary of State  
of the State of California

FEB 27 2008

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a corporation for profit under the General Corporation Law of California.

**ARTICLE 1 – NAME OF CORPORATION**

The name of the corporation is **AMISTAR AUTOMATION, INC.** (hereinafter "Corporation").

**ARTICLE 2 - PURPOSE OF THE CORPORATION**

The Purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

**ARTICLE 3 - AGENT FOR SERVICE OF PROCESS**

The name of this Corporation's initial agent for service of process is

Joseph Pultinevicius  
2514 Clairemont Drive, No. 107  
San Diego, CA 92117

**ARTICLE 4 – STOCK OF THE CORPORATION**

4.1 This Corporation is authorized to issue only one class of shares, which shall be designated "common" shares. The total number of such shares authorized to be issued is 100,000 shares. The par value is \$1.00 per share.

4.2 All shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

4.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

4.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any right of first refusal that the Board of Directors may deem advisable in connection with such issuance.

4.5 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any as may be set forth in the Bylaws of the Corporation.

#### **ARTICLE 5 - TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

#### **ARTICLE 6 - REGISTERED OWNERS**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### **ARTICLE 7 - BYLAWS**

Except as provided in Section 212 of the California Corporations Code, the Board of Directors of the Corporation shall have power, without the assent or vote of the Shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a **full** Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### **ARTICLE 8 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of California.

#### **ARTICLE 9 - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the

State of California, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**ARTICLE 10 – DIRECTOR LIABILITY**

The liability of the directors of the Corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

These Articles of Incorporation have been executed this 22<sup>nd</sup> day of February, 2008 at San Diego, California.

  
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Robert W. Hicks, Incorporator